

## **ATTACHMENT 2**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., et al. <sup>1</sup>	)	Case No. 01-01139 (JFK)
	)	Jointly Administered
Debtors.	)	
	)	Objection Date:

NINETY-FOURTH MONTHLY APPLICATION OF  
BEVERIDGE & DIAMOND, P.C.  
FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS FOR THE  
PERIOD FROM AUGUST 1, 2013 THROUGH AUGUST 31, 2013

Name of Applicant:	Beveridge & Diamond, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 12, 2005
Period for which Compensation and Reimbursement is Sought:	August 1, 2013 through August 31, 2013
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$60,075.00
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$980.64

This is a:     XX     monthly     \_\_\_\_\_ interim     \_\_\_\_\_ final application.

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

PRIOR APPLICATIONS FILED:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/05	10/1/05 – 10/31/05	\$13,486.25	\$ 337.02	\$13,486.25	\$ 337.02
2/06	11/1/05 – 11/30/05	\$46,587.50 <sup>2</sup>	\$ 57.62	\$46,587.50 <sup>3</sup>	\$ 57.62
2/06	12/1/05 – 12/31/05	\$ 5,726.25 <sup>4</sup>	\$1,308.41	\$ 5,726.25 <sup>5</sup>	\$1,308.41
3/06	1/1/06 – 1/31/06	\$11,187.50	\$ 173.56	\$11,187.50	\$ 173.56
4/06	2/1/06 – 2/28/06	\$16,106.25	\$ 156.33	\$16,106.25	\$ 156.33
5/06	3/1/06 – 3/31/06	\$11,377.50	\$ 70.33	\$11,377.50	\$ 70.33
6/06	4/1/06 -- 4/30/06	\$13,693.75	\$ 356.81	\$13,693.75	\$ 356.81
8/06	5/1/06 -- 5/31/06	\$28,261.25	\$ 227.37	\$28,261.25	\$ 227.37
9/13/06	6/1/06 -- 6/30/06	\$10,103.75	\$ 285.26	\$10,103.75	\$ 285.26
9/13/06	7/1/06 -- 7/31/06	\$ 4,307.50	\$ 14.21	\$ 4,307.50	\$ 14.21
9/25/06	8/1/06 -- 8/31/06	\$4,812.50	\$ 131.31	\$4,812.50	\$ 131.31
10/30/06	9/1/06 -- 9/30/06	\$16,988.75	\$ 287.83	\$16,988.75	\$ 287.83
12/1/06	10/1/06 -- 10/31/06	\$19,348.25	\$ 210.02	\$19,348.25	\$ 210.02
1/11/07	11/1/06 - 11/30/06	\$34,281.25	\$ 425.47	\$34,281.25	\$ 425.47
3/7/07	12/1/06 - 12/31/06	\$43,924.00	\$ 338.42	\$43,924.00	\$ 338.42
3/7/07	1/1/07 - 1/31/07	\$51,760.00	\$ 211.32	\$51,760.00	\$ 211.32
6/4/07	2/1/07 - 2/28/07	\$36,245.00	\$ 94.79	\$36,245.00	\$ 94.79
6/4/07	3/1/07 - 3/31/07	\$33,840.00	\$ 480.06	\$33,840.00	\$ 480.06
6/18/07	4/1/07-4/30/07	\$35,377.50	\$ 514.32	\$35,377.50	\$ 514.32
6/18/07	5/1/07 - 5/31/07	\$17,681.25	\$ 389.29	\$17,681.25	\$ 389.29
8/23/07	6/1/07 - 6/30/07	\$22,225.00	\$ 133.35	\$22,225.00	\$ 133.35
10/11/07	7/1/07-7/31/07	\$31,450.00	\$ 248.66	\$31,100.00	\$ 248.66
10/11/07	8/1/07 - 8/31/07	\$30,497.50	\$ 567.93	\$29,875.50	\$ 567.93
10/19/07	9/1/07 - 9/30/07	\$18,575.00	\$ 311.53	\$18,575.00	\$ 311.53
1/2/08	10/1/07 – 10/31/07	\$7,217.50	\$ 791.76	\$7,217.50	\$ 791.76
1/2/08	11/1/07-11/30/07	\$5,200.00	\$ 111.41	\$5,200.00	\$ 111.41
4/29/08	12/1/07-12/31/07	\$8,670.00	\$ 142.43	\$8,670.00	\$ 142.43
4/29/08	1/1/08 – 2/28/08	\$19,480.00	\$ 74.16	\$19,480.00	\$ 74.16
5/5/08	3/1/08-3/31/08	\$6,320.00	\$ 81.38	\$6,320.00	\$ 81.38
6/23/08	4/1/08-4/30/08	\$5,358.00	\$ 54.14	\$5,358.00	\$ 54.14
7/21/08	5/1/08-5/31/08	\$32,068.00	\$ 19.86	\$32,068.00	\$ 19.86
9/3/08	6/1/08 – 6/30/08	\$39,793.00	\$ 1,384.81	\$39,793.00	\$ 1,384.81

<sup>2</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>3</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>4</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

<sup>5</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
9/15/08	7/1/08-7/31/08	\$89,644	\$273.65	\$89,644	\$273.65
11/14/08	8/1/08-8/31/08	\$50,539.50	\$224.70	\$50,539.50	\$224.70
11/14/08	9/1/08 - 9/30/08	3,905.50	\$986.54	3,905.50	\$986.54
2/6/09	10/1/08 - 10/31/08	1,360.00	\$365.78	1,360.00	\$365.78
2/6/09	11/1/08 - 11/30/08	\$920.00	\$524.75	\$920.00	\$524.75
3/24/09	12/1/08 - 12/31/08	\$2,702.50	\$11.37	\$2,702.50	\$11.37
3/30/09	1/1/09 - 1/31/09	\$25,585.00	\$1.40	\$25,585.00	\$1.40
4/21/09	2/1/09 - 2/28/09	\$39,237.00	\$516.80	\$39,237.00	\$516.80
4/30/09	3/1/09 - 3/31/09	\$ 8,128.00	\$ 46.35	\$ 8,128.00	\$ 46.35
7/7/09	4/1/09 - 4/30/09	\$ 80,837.00	\$1,411.58	\$ 80,837.00	\$1,411.58
7/20/09	5/1/09 - 5/31/09	\$ 80,837.00	\$ 1,411.58	\$ 80,837.00	\$ 1,411.58
9/2/09	6/1/09 - 6/30/09	\$38,481.50	\$ 888.98	\$38,481.50	\$ 888.98
9/15/09	7/1/089 - 7/31/09	\$6,972.00	\$ 534.11	\$6,972.00	\$ 534.11
10/1/09	8/1/09 - 8/31/09	\$1,991.50	\$ 5.80	\$1,991.50	\$ 5.80
11/2/09	9/1/09 - 9/30/09	\$ 6,836.00	\$ 53.92	\$ 6,836.00	\$ 53.92
12/9/09	10/1/09 - 10/31/09	\$ 15,246.00	\$ 75.86	\$ 15,246.00	\$ 75.86
1/4/10	11/1/09 - 11/30/09	\$ 14,828.50	\$ 56.80	\$ 14,828.50	\$ 56.80
2/3/10	12/1/09 - 12/31/09	\$ 7,224.00	\$ 84.20	\$ 7,224.00	\$ 84.20
3/31/10	1/1/10 - 1/31/10	\$ 2,778.00	\$ 36.85	\$ 2,778.00	\$ 36.85
3/31/10	2/1/10 - 2/28/10	\$ 4,449.50	\$12.27	\$ 4,449.50	\$12.27
5/17/10	3/1/10 - 3/31,2010	\$ 24,367.50	\$11.00	\$ 24,367.50	\$11.00
7/1/10	4/1/10 - 4/30/10	\$ 10,250.00	\$ 82.97	\$ 10,250.00	\$ 82.97
7/1/10	5/1/10 - 5/31/10	\$ 3,476.00	\$ 23.86	\$ 3,476.00	\$ 23.86
8/16/10	6/1/10 - 6/30/10	\$ 24,234.00	\$ 19.20	\$ 24,234.00	\$ 19.20
8/30/10	7/1/10 - 7/31/10	\$ 20,113.50	\$ 18.28	\$ 20,113.50	\$ 18.28
10/25/10	8/1/10 - 8/31/10	\$2,986.00	\$ 235.07	\$2,986.00	\$ 235.07
11/9/10	9/1/10 - 9/30/10	\$25,288.00	\$ 251.36	\$25,288.00	\$ 251.36
12/17/10	10/1/10 - 10/31/10	\$13,119.50	\$ 352.94	\$13,119.50	\$ 352.94
1/10/11	11/1/10 - 11/30/10	\$ 13,940.00	\$ 50.56	\$ 13,940.00	\$ 50.56
3/3/11	12/1/10 - 12/31/10	\$ 18,381.47	\$ 46.47	\$ 18,381.47	\$ 46.47
4/5/11	1/1/11 - 1/31/11	\$ 4,046.00	\$129.34	\$ 4,046.00	\$129.34
4/5/11	2/1/11 - 2/28/11	\$ 9,082.00	\$ 0.20	\$ 9,082.00	\$ 0.20
5/31/11	3/1/11 - 3/31/11	\$ 5,617.50	\$ 21.36	\$ 5,617.50	\$ 21.36
6/13/11	4/1/11 - 4/30/11	\$ 5,612.00	\$ 96.75	\$ 5,612.00	\$ 96.75
7/8/11	5/1/11 - 5/31/11	\$10,248.00	\$ 16.76	\$10,248.00	\$ 16.76
9/14/11	6/1/11 - 6/30/11	\$ 22,223.50	\$ 20.40	\$ 22,223.50	\$ 20.40
9/14/11	7/1/11 - 7/31/11	\$ 9,342.00	\$ 94.66	\$ 9,342.00	\$ 94.66
9/29/11	8/1/11 - 8/31/11	\$31,785.50	\$268.57	\$31,785.50	\$268.57
11/16/11	9/1/11 - 9/30/11	\$ 8,447.50	\$341.60	\$ 8,447.50	\$341.60
12/1/11	10/1/11 - 10/31/11	\$11,621.00	\$55.64	\$11,621.00	\$55.64
12/27/11	11/1/11 - 11/30/11	\$ 14,634.50	\$ 56.70	\$ 14,634.50	\$ 56.70
3/26/12	12/1/11 - 12/31/11	\$82,764.50	\$ 94.75	\$82,764.50	\$ 94.75
3/26/12	1/1/12 - 1/31/12	\$151,022.60	\$322.03	\$151,022.60	\$322.03
5/24/12	2/1/12 - 2/29/12	\$102,163.92	\$337.47	\$102,163.92	\$337.47

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
5/31/12	3/1/12 – 3/31/12	\$75,252.72	\$5,424.17	\$75,252.72	4,872.91
5/31/12	4/1/12 – 4/30/12	\$65,693.98	\$276.11	\$65,693.98	\$276.11
7/10/12	5/1/12 – 5/31/12	\$67,685.32	\$7,598.67	\$67,685.32	\$7,598.67
10/19/12	6/1/12 – 6/30/12	\$ 100,573.94	\$ 56.90	\$ 100,573.94	\$ 56.90
10/19/12	7/1/12 – 7/31/12	\$126,281.50	\$358.82	\$126,281.50	\$358.82
10/19/12	8/1/12 – 8/31/12	\$ 86,536.12	\$ 279.07	\$ 86,536.12	\$ 279.07
11/20/12	9/1/12 – 9/30/12	\$118,060.38	\$ 471.15	\$118,060.38	\$ 471.15
12/6/12	10/1/12 – 10/31/12	\$ 73,142.76	\$ 2,866.15	\$ 73,142.76	\$ 2,866.15
1/15/13	11/1/12 – 11/30/12	\$65,594.62	\$ 3,333.31	\$65,594.62	\$ 3,333.31
2/4/13	12/1/12 – 12/31/12	\$ 51,747.70	\$ 84.79	\$ 51,747.70	\$ 84.79
5/21/13	1/1/13 – 1/31/13 (Amended)	\$ 72,915.30	\$ 370.59	\$ 72,915.30	\$ 370.59
3/22/13	2/1/13 – 2/28/13	\$ 56,287.35	\$ 378.50	\$ 56,287.35	\$ 378.50
5/7/13	3/1/13 – 3/31/13	\$ 52,251.30	\$1,406.51	\$ 52,251.30	\$1,406.51
6/6/13	4/1/13 – 4/30/13	\$ 57,437.55	\$ 278.04	Pending	Pending
7/12/13	5/1/13 – 5/31/13	\$53,474.85	\$ 26.82	Pending	Pending
8/6/13	6/1/13 – 6/30/13	\$46,882.80	\$ 1,192.15	Pending	Pending
9/13/13	7/1/13 – 7/31/13	\$81,002.70	\$ 177.53	Pending	Pending

B&D PROFESSIONALS<sup>6</sup>

Name of Professional Individual	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate	Total Hours Billed	Total Compensation
Pamela D. Marks	Principal; Joined Firm 1997; Member MD Bar since 1986	\$545.00	65.40	\$35,643.00
Karl S. Bourdeau	Principal; Joined Firm 1980; Member DC bar since 1978	\$750.00	6.80	\$5,100.00
Jayni Lanham	Associate; Joined Firm 2008; Member MD Bar since 2008	\$365.00	7.40	\$2,701.00
Laura K. McAfee	Principal; Joined Firm 1995; Member MD Bar since 1991	\$535.00	8.50	\$4,547.50
David A. Barker	Principal; Joined Firm 2005; Member MD Bar since 2002	\$525.00	22.30	\$9,923.50
Tracy Horch	Paralegal	\$205.00	3.00	\$615.00
Denise Paul	Paralegal	\$205.00	15.50	\$3,177.50
Gina Ecolino	Paralegal	\$205.00	17.00	\$3,485.00
Bryan J. Moore	Principal; Joined Firm 2011; Member	\$445.00	3.50	\$1,557.50

<sup>6</sup> These amounts are the sum total from all of the invoices attached hereto.

Fees:	\$ 66,750.00
Less 10% Discount:	(\$6,675.00)
Total Fees:	\$ 60,075.00
Total Hours:	149.40
Blended Rate:	\$ 402.00

TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Litigation and Litigation Consulting	149.40	\$60,075.00

EXPENSE SUMMARY<sup>7</sup>

Expense Category	Service Provider (if applicable) <sup>8</sup>	Total Expense
Photocopying	@ 0.10 per page	\$23.90
Commercial Duplicating		\$4.77
Postage		\$15.60
Long Distance Telephone		\$30.51
Travel Meals		\$14.96
Out of Town Travel	Train between Washington, DC and Baltimore to attend client meetings.	\$123.90
Court Fees		\$400.00
Other	EPA Document (FOIA request)	\$367.00

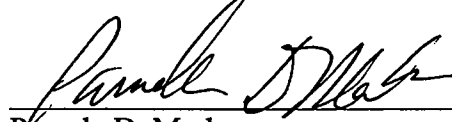
<sup>7</sup> These amounts are the sum total of the disbursements as shown on all of the invoices attached hereto.

<sup>8</sup> B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period August 1, 2013 through August 31, 2013, an interim allowance be made to Beveridge & Diamond, P.C. for compensation in the amount of \$60,075.00 and actual and necessary expenses in the amount of \$980.64 for a total allowance of \$61,055.64 and payment of \$48,060.00 (80% of the allowed fees) and reimbursement of \$980.64 (100% of the allowed expenses) be authorized for a total payment of \$49,040.64 and for such other and further relief as this Court may deem just and proper.

Dated: October 21<sup>st</sup>, 2013

BEVERIDGE & DIAMOND, P.C.



Pamela D. Marks

201 N. Charles Street, Suite 2210

Baltimore, MD 21201

Telephone: 410-230-1315


Facsimile: 410-230-1389

Counsel for Debtors and Debtors in Possession

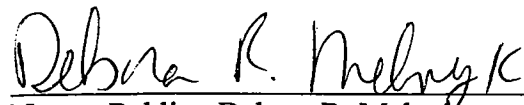
VERIFICATION

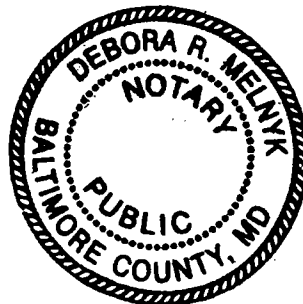
Pamela D. Marks, after being duly sworn according to law, deposes and says:

- a) I am an attorney with the applicant law firm Beveridge & Diamond, P.C..
- b) I am familiar with the legal services rendered by Beveridge & Diamond, P.C. as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and paraprofessionals of Beveridge & Diamond, P.C.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.

  
Pamela D. Marks

SWORN AND SUBSCRIBED  
before me this 21 day of October, 2013.

  
Notary Public: Debora R. Melnyk  
My Commission Expires: May 27, 2017





IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., et al. <sup>1</sup>	)	Case No. 01-01139 (JFK)
	)	Jointly Administered
Debtors.	)	
	)	Objection Date:

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S  
MONTHLY FEE APPLICATION FOR THE PERIOD  
AUGUST 1, 2013 THROUGH AUGUST 31, 2013

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<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

# **EXHIBIT A**

**(IRIS)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON D.C. 20005-3311  
(202) 789-6000

W. R. Grace & Co.  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

September 26, 2013  
Client/Matter # 01246-015172  
Invoice # 156242  
Federal ID# 52-1247549

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For Legal Services Rendered Through 08/31/13 in Connection With:

IRIS

08/01/13	K. Bourdeau	C300	0.80	Participate in team strategy call.
08/01/13	P. Marks	C300	0.50	Telephone conference with K. Ethier, L. Duff, H. Feichko and L. Gledhill re meeting.
08/01/13	P. Marks	C300	2.50	Prepare presentation for meeting.
08/01/13	D. Barker	L210	1.30	Follow up on service of process on U.S. Attorney and obtain summons.
08/01/13	G. Ecolino	L210	2.00	Litigation filings and document management.
08/02/13	K. Bourdeau	C300	0.50	Review issues posed by newly revised assessments for impact.
08/02/13	P. Marks	C300	5.90	Final preparation and integration of client and consultant comments into handouts and prepare for meeting.
08/02/13	P. Marks	C300	1.20	Telephone conferences with L. Duff and H. Feichko re integration of comments into handouts.
08/02/13	P. Marks	C300	1.60	Collect pertinent backup materials for consultants and coordinate with same.
08/02/13	D. Barker	L210	1.10	Coordinate service and follow up re deadlines and schedule.

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 156242  
September 26, 2013  
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08/02/13	G. Ecolino	L210	2.00	E-file amended executed affidavit and manage litigation documents.
08/03/13	K. Bourdeau	C300	1.30	Review materials provided by P. Marks and prepare comments to P. Marks re same and communications with P. Marks re same.
08/03/13	P. Marks	C300	0.20	Review K. Bourdeau comments re documents and respond to same.
08/03/13	P. Marks	C300	2.00	Prepare for meeting and emails to team re same.
08/04/13	P. Marks	C300	1.80	Prepare for meeting and emails to consultant re interpretation of scientific information related to background values.
08/05/13	P. Marks	C300	5.60	Pre-meeting with Grace team, attend meeting with EPA, and post-meeting with Grace team members.
08/05/13	P. Marks	C300	0.50	Team telephone conference re meeting.
08/06/13	P. Marks	C300	0.40	Telephone conference and voice mail in follow-up to meeting with client and EPA.
08/06/13	D. Barker	L210	4.20	Draft motion and memorandum for summary judgment in FOIA action.
08/07/13	P. Marks	C300	3.10	Multiple telephone conferences with client re science issues.
08/07/13	P. Marks	C300	0.40	Email exchange re science issues with consultant.
08/07/13	P. Marks	C300	0.30	Assess IRIS forum issues.
08/07/13	D. Barker	L210	5.20	Finish drafting motion, memorandum, and affidavit in support of motion for summary judgment in FOIA action and motion to expedite.
08/08/13	P. Marks	L210	0.50	Review pleadings and provide comments to D. Barker.
08/08/13	P. Marks	C300	1.90	Prepare for and conduct telephone conference with client team re science issues, and prepare notes re same.
08/08/13	P. Marks	C300	0.50	FOIA issues and conference with J. Lanham re same.
08/08/13	P. Marks	C300	0.50	EPA meeting preparation.

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08/08/13	D. Barker	L210	1.70	Coordinate with G. Ecolino on preparation of exhibits and filing details and revise and incorporate edits on motion for summary judgment and motion to expedite.
08/08/13	J. Lanham	L210	2.00	Review and prepare draft court pleadings.
08/08/13	J. Lanham	C300	0.50	Prepare letter and email to L. Ross re FOIA request.
08/08/13	G. Ecolino	L210	2.50	Confer with D. Barker re filing and prepare document for filing.
08/09/13	P. Marks	L210	0.50	Review draft pleadings and comments re same.
08/09/13	D. Barker	L210	2.80	Draft statement of material facts, incorporate comments and revisions, and prepare briefs and exhibits for filing motion for summary judgment and motion to expedite.
08/09/13	G. Ecolino	L210	4.00	Proofread brief and review and manage files.
08/12/13	P. Marks	L210	0.40	Review materials to be filed and communications with team and client.
08/12/13	P. Marks	C300	2.10	Telephone conferences (2) with R. Finke and consultant re science issues.
08/12/13	G. Ecolino	L210	1.50	Prepare documents for filing and review and manage file.
08/13/13	K. Bourdeau	C300	0.50	Review recent developments and e-mail communications re same.
08/13/13	P. Marks	C300	0.30	Email exchanges re follow-up to EPA meeting.
08/13/13	P. Marks	C300	0.80	Telephone conference with team re science issues.
08/13/13	P. Marks	C300	0.90	Telephone conference with R. Finke re science issues and prepare for team telephone conference re same.
08/13/13	P. Marks	C300	1.40	Telephone conferences (2) with EPA counsel re FOIA requests and evaluate how to address issues.
08/13/13	G. Ecolino	L210	1.70	Manage court filings and circulate same to team and review and manage file.
08/14/13	K. Bourdeau	C300	0.80	Review background information and e-mail correspondence re same.

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08/14/13	P. Marks	C300	0.50	Telephone conference with R. Finke re science issues and evaluate same.
08/14/13	G. Ecolino	L210	0.50	Confer with court re filing and review and manage file.
08/15/13	K. Bourdeau	C300	1.00	Participate in team status/strategy conference call.
08/15/13	P. Marks	C300	0.40	Review emails and telephone conference with L. Duff re status.
08/15/13	P. Marks	C300	0.90	Prepare FOIA correspondence and brief client re same.
08/15/13	P. Marks	C300	0.80	Review University of Cincinnati contracts re study.
08/15/13	G. Ecolino	L210	0.50	Prepare correct page for errata filing and review and manage file.
08/16/13	P. Marks	C300	1.00	Address EPA FOIA request revisions.
08/20/13	P. Marks	C300	0.50	Coordinate with consultant and client.
08/21/13	P. Marks	C300	0.80	Telephone conference with L. Duff and H. Feichko re tasks and strategy.
08/21/13	P. Marks	C300	0.70	Telephone conference with consultant re science issues.
08/21/13	P. Marks	C300	0.60	Prepare correspondence.
08/21/13	J. Lanham	C300	1.00	Document related activities re EPA FOIA.
08/22/13	K. Bourdeau	C300	0.30	E-mail communications re recent developments.
08/22/13	P. Marks	L210	0.30	FOIA litigation status update to client team.
08/22/13	P. Marks	C300	1.00	Review contract re EPA data evaluation and prepare email to client re same.
08/22/13	D. Barker	L210	1.50	Call from A. Schmitt re FOIA action and follow-up with J. Lanham and P. Marks re same.
08/22/13	G. Ecolino	L210	1.00	Review and manage file.
08/23/13	P. Marks	C300	2.10	Prepare letter to EPA incorporating client input.
08/26/13	K. Bourdeau	C300	0.50	Review draft letter to EPA and prepare comments on same.

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08/26/13	P. Marks	C300	0.60	Review and evaluate developments.
08/26/13	P. Marks	C300	1.70	Telephone conference with H. Feichko re communications with EPA and prepare draft letter re same.
08/26/13	J. Lanham	C300	0.50	FOIA related communications.
08/27/13	D. Barker	L210	1.80	Review and evaluate CDC production and response, confer with J. Lanham re same, and confer with Department of Justice re production and withholding issues and litigation response deadlines.
08/27/13	J. Lanham	C300	2.00	EPA FOIA related activities.
08/28/13	D. Barker	L210	0.60	Review and evaluate list of study variables provided and withheld.
08/29/13	K. Bourdeau	C300	0.80	Review redraft of letter and prepare comments on same.
08/29/13	P. Marks	L210	1.40	Telephone conference with H. Feichko, R. Finke and D. Barker re negotiations with Department of Justice re data and evaluation of needs for withheld data, and follow-up telephone conference with S. Moolgavkar re same.
08/29/13	P. Marks	C300	1.00	Review comments and revise letter, and emails with team re same.
08/29/13	D. Barker	C300	1.90	Follow-up re timing for review and litigation response deadlines and confer with opposing counsel and with R. Finke, H. Feichko, P. Marks and J. Lanham re same.
08/29/13	J. Lanham	L210	1.40	FOIA litigation related communications with D. Barker, P. Marks and client.
08/29/13	G. Ecolino	L210	0.50	Review and manage file.
08/30/13	K. Bourdeau	C300	0.30	Communications with P. Marks re draft letter.
08/30/13	P. Marks	C300	3.00	Telephone conference with L. Duff and H. Feichko re correspondence.
08/30/13	D. Barker	L210	0.20	Confirm and follow-up on entry of order granting consent motion to extend response deadlines.

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08/30/13 G. Ecolino C300

0.80 Update pleading binders, prepare and submit  
revised docket control request, and review and  
manage file.

Total Hours : 106.60

Total Fees : \$50,149.00



BEVERIDGE &amp; DIAMOND, P.C.

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PAGE 7Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
K. Bourdeau	6.80	\$750.00	\$5,100.00
P. Marks	53.10	\$545.00	\$28,939.50
D. Barker	22.30	\$445.00	\$9,923.50
J. Lanham	7.40	\$365.00	\$2,701.00
G. Ecolino	17.00	\$205.00	\$3,485.00

<b>Total Fees :</b>	<b>\$50,149.00</b>
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<b>10% Discount :</b>	<b>(5,014.90)</b>
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<b>Total Fees Due :</b>	<b>\$45,134.10</b>
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Summary by Task Codes :

CODE	Hours	Bill Amount
C300	63.50	\$34,819.50
Total	63.50	\$34,819.50
L200		
L210	43.10	\$15,329.50
Total L200	43.10	\$15,329.50

<b>Total Fees :</b>	<b>106.60</b>	<b>\$50,149.00</b>
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<b>10% Discount :</b>	<b>(5,014.90)</b>
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BEVERIDGE &amp; DIAMOND, P.C.

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Total Fees Due : \$45,134.10

Summary by Disbursement Codes :

	Bill Amount
E105 Telephone	\$30.51
E110 Out-of-town Travel	\$103.00
E111 Meals	\$14.96
E112 Court Fees	\$400.00
E124 Other	\$367.00

Total Disbursements : \$915.47

TOTAL DUE : \$46,049.57

# **EXHIBIT B**

**(Petition)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON D.C. 20005-3311  
(202) 789-6000

W. R. Grace & Co.  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

September 26, 2013  
Client/Matter # 01246-015504  
Invoice # 156243  
Federal ID# 52-1247549

For Legal Services Rendered Through 08/31/13 in Connection With:

Petition

08/01/13	D. Paul	C300	1.00	Review briefing, exhibits and reference materials with T. Horch.
08/01/13	T. Horch	C300	3.00	Review Request for Correction and meeting with D. Paul to review project.
08/05/13	D. Paul	C300	1.20	Proofread, fact check and cite check.
08/06/13	P. Marks	C300	0.40	Conference with D. Paul re citations and paralegal tasks.
08/06/13	D. Paul	C300	4.00	Proofread, fact check and cite check, and review suggested edits with P. Marks.
08/13/13	D. Paul	C300	1.20	Proofread, fact check and cite check.
08/16/13	P. Marks	C300	3.10	Prepare petition.
08/16/13	P. Marks	C300	1.80	Prepare petition addressing issues raised by client team.
08/18/13	D. Paul	C300	0.50	Proofread, fact check and cite check.
08/19/13	P. Marks	C300	1.70	Prepare petition, including legislative history review.
08/20/13	D. Paul	C300	3.00	Proofread, fact check and cite check.
08/23/13	P. Marks	C300	3.40	Prepare petition and briefly direct D. Paul re tasks re same.

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INVOICE # 156243  
September 26, 2013  
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08/26/13	D. Paul	C300	3.30	Proofread, fact check and cite check.
08/27/13	D. Paul	C300	1.30	Proofread, fact check and cite check.

Total Hours : 28.90

Total Fees : \$9,460.50

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 156243  
September 26, 2013  
PAGE 3Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	10.40	\$545.00	\$5,668.00
D. Paul	15.50	\$205.00	\$3,177.50
T. Horch	3.00	\$205.00	\$615.00
Total Fees :			\$9,460.50
10% Discount :			(946.05)
Total Fees Due :			\$8,514.45

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	28.90	\$9,460.50
Total	28.90	\$9,460.50
Total Fees :		28.90 \$9,460.50
10% Discount :		(946.05)
Total Fees Due :		\$8,514.45

Summary by Disbursement Codes :

	Bill Amount
E110 Out-of-town Travel	\$20.90

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Total Disbursements : \$20.90

TOTAL DUE : \$8,535.35

# **EXHIBIT C**

**(Curtis Bay Air)**



LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON D.C. 20005-3311  
(202) 789-6000

W. R. Grace & Co.  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

September 26, 2013  
Client/Matter # 01246-015577  
Invoice # 156244  
Federal ID# 52-1247549

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For Legal Services Rendered Through 08/31/13 in Connection With:

Curtis Bay Air

08/02/13	L. McAfee	C300	2.00	Review materials and draft Alternate Operating Scenario (AOS).
08/07/13	L. McAfee	C300	3.00	Preparation for and attend Title V meeting.
08/27/13	L. McAfee	C300	0.50	Review Title V application.
08/28/13	L. McAfee	C300	2.00	Review and comment on draft Title V permit application, cover letter.
08/29/13	L. McAfee	C300	0.50	Review and comment on permit application.
08/30/13	L. McAfee	C300	0.50	Final Title V application review and emails.

Total Hours : 8.50

Total Fees : \$4,547.50

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 156244  
September 26, 2013  
PAGE 2Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
L. McAfee	8.50	\$535.00	\$4,547.50
<b>Total Fees :</b>			<b>\$4,547.50</b>
<b>10% Discount :</b>			<b>(454.75)</b>
<b>Total Fees Due :</b>			<b>\$4,092.75</b>

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	8.50	\$4,547.50
Total	8.50	\$4,547.50
<b>Total Fees :</b>		<b>8.50      \$4,547.50</b>
<b>10% Discount :</b>		<b>(454.75)</b>
<b>Total Fees Due :</b>		<b>\$4,092.75</b>

Summary by Disbursement Codes :

	Bill Amount
006      Commercial Duplicating	\$4.77
<b>Total Disbursements :</b>	<b>\$4.77</b>
<b>TOTAL DUE :</b>	<b>\$4,097.52</b>

# **EXHIBIT D**

**(Bankruptcy Fee Application)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON D.C. 20005-3311  
(202) 789-6000

W. R. Grace & Co. - Conn  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

September 26, 2013  
Client/Matter # 01246-012629  
Invoice # 156240  
Federal ID# 52-1247549

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For Legal Services Rendered Through 08/31/13 in Connection With:

Bankruptcy Fee Application  
100035

Disbursements:

Copying	23.90
Postage	15.60

Total Disbursements : \$39.50

TOTAL DUE : \$39.50

# **EXHIBIT E**

**(Trivalent Chromium)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON D.C. 20005-3311  
(202) 789-6000

W. R. Grace & Co.  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

September 26, 2013  
Client/Matter # 01246-014988  
Invoice # 156241  
Federal ID# 52-1247549

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For Legal Services Rendered Through 08/31/13 in Connection With:

Trivalent Chromium

08/02/13	P. Marks	C300	1.30	Telephone conference with client team re MDE comments and data available to address same.
08/05/13	P. Marks	C300	0.30	Review emails from team.

Total Hours : 1.60

Total Fees : \$872.00

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 156241  
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PAGE 2Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	1.60	\$545.00	\$872.00
Total Fees :			\$872.00
10% Discount :			(87.20)
Total Fees Due :			\$784.80

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	1.60	\$872.00
Total	1.60	\$872.00
Total Fees :		1.60 \$872.00
10% Discount :		(87.20)
Total Fees Due :		\$784.80

Summary by Disbursement Codes :

TOTAL DUE : \$784.80

# **EXHIBIT F**

**(Texas FOIA)**



LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON D.C. 20005-3311  
(202) 789-6000

W. R. Grace & Co.  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

September 26, 2013  
Client/Matter # 01246-015854  
Invoice # 156245  
Federal ID# 52-1247549

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For Legal Services Rendered Through 08/31/13 in Connection With:

Texas FOIA

08/09/13	P. Marks	C300	0.30	Coordinate with client and B. Moore to provide support for FOIA request.
08/09/13	B. Moore	C300	2.00	Review background files and correspondence re prior Texas Public Information Act (PIA) requests; review PIA guidance re same; correspondence to client re PIA requests; telephone conference with K. Bryden re same; confer with P. Marks re same.
08/12/13	B. Moore	C400	1.00	Correspondence to client re Texas PIA requests; prepare and file same; telephone conference with TCEQ re same.
08/20/13	B. Moore	C400	0.50	Correspondence to TCEQ re PIA document production and obtaining copies of same; correspondence to client re same.

Total Hours : 3.80

Total Fees : \$1,721.00

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Time Summary :

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.30	\$545.00	\$163.50
B. Moore	3.50	\$445.00	\$1,557.50
<b>Total Fees :</b>			<b>\$1,721.00</b>
<b>10% Discount :</b>			<b>(172.10)</b>
<b>Total Fees Due :</b>			<b>\$1,548.90</b>

Summary by Task Codes :

CODE	Hours	Bill Amount
C300	2.30	\$1,053.50
C400	1.50	\$667.50
Total	3.80	\$1,721.00
<b>Total Fees :</b>		<b>3.80 \$1,721.00</b>
<b>10% Discount :</b>		<b>(172.10)</b>
<b>Total Fees Due :</b>		<b>\$1,548.90</b>

Summary by Disbursement Codes :

**TOTAL DUE : \$1,548.90**